

**Exhibit D**

**Budget and Staffing Plan**

**Exhibit D-1**

**Budget Plan for the Compensation Period**

Matter No.	Matter	February 2021		March 2021		April 2021		May 2021	
		Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees	Actual Fees	Estimated Fees
33260.0009	PROMESA TITLE III: HTA	\$ 93,280.00	\$ 100,000.00	\$ 298,668.00	\$ 225,000.00	\$ 123,583.50	\$ 105,000.00	\$ 62,901.00	\$ 100,000.00
33260.0051	HTA TITLE III - PEAJE	\$ 6,824.00	\$ 10,000.00	\$ -	\$ 10,000.00	\$ -	\$ 2,000.00	\$ -	\$ -
33260.0053	HTA TITLE III - MISCELLANEOUS	\$ 168,910.90	\$ 175,000.00	\$ 100,142.20	\$ 125,000.00	\$ -	\$ 80,000.00	\$ -	\$ 20,000.00
33260.0082	HTA - ASSURED MOTION TO LIFT STAY	\$ 101,281.10	\$ 80,000.00	\$ 3,070.80	\$ 20,000.00	\$ -	\$ 20,000.00	\$ -	\$ 4,000.00
33260.0087	GDB DRA HTA LIFT STAY	\$ -	\$ -	\$ 22,092.70	\$ 35,000.00	\$ 112,610.00	\$ 100,000.00	\$ 95,821.00	\$ 200,000.00
33260.0092	HTA MASTER REVENUE BOND COMPLAINT	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,500.00	\$ -	\$ -
<b>HTA TOTAL</b>		<b>\$ 370,296.00</b>	<b>\$ 365,000.00</b>	<b>\$ 423,973.70</b>	<b>\$ 415,000.00</b>	<b>\$ 236,193.50</b>	<b>\$ 308,500.00</b>	<b>\$ 158,722.00</b>	<b>\$ 324,000.00</b>
<b>ESTIMATED FEES Compensation Period (February 2021 - May 2021) TOTAL:</b>									<b>\$1,412,500.00</b>
<b>ACTUAL FEES Compensation Period (February 2021 - May 2021) TOTAL:</b>									<b>\$1,189,185.20</b>
<b>Percent Variance (Actual vs. Budgeted Fees)</b>									<b>15.8% below budget</b>

**Exhibit D-2**

**Staffing Plan for the Compensation Period**

**Staffing Plan for the Compensation Period<sup>1</sup>**

<b>Category of Timekeeper<sup>2</sup></b>	<b>Number of Timekeepers Expected to Work on The Matter During the Budget Period<sup>3</sup></b>	<b>Average Hourly Rate<sup>4</sup></b>
Partners	17	\$853
Senior Counsel	6	\$853
Associates	12	\$853
e-Discovery Attorneys	5	\$421
Paraprofessionals	9	\$291
<b>Total:</b>	<b>49</b>	

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<sup>1</sup> The actual number of timekeepers who worked on this matter during the Compensation Period was 39, and thus 10 fewer than anticipated.

<sup>2</sup> Attorney Practice Groups: BSGR&B, Litigation, and Corporate.

<sup>3</sup> The chart reflects Proskauer's staffing plan for the designated period based on currently foreseeable activities. Actual staffing needs, including additional attorneys, may vary materially based on actual facts and circumstances arising in the designated period, including as a result of currently unanticipated disputes. The staffing plan currently includes attorneys from the BSGR&B, Litigation, and Corporate practice groups. The expertise of attorneys from other specialized areas is likely to be required during the course of these PROMESA Title III cases.

<sup>4</sup> Pursuant to the Engagement Letter, Proskauer's rates increased 4% effective January 1, 2021, yielding a new flat rate for attorneys (partners, senior counsel, and associates) of \$853 per hour, for e-discovery attorneys of \$421 per hour, and for paraprofessionals of \$291 per hour. Rates have not increased during this Compensation Period.